

12/17/08 1421267-002
\$100.00 R #SUCCESS-1
id: 1620954

STATE of WASHINGTON  SECRETARY of STATE

AMENDED APPLICATION
FOR CERTIFICATE OF AUTHORITY
RCW 23B.15.040

FILED
SECRETARY OF STATE
SAM REED
December 17, 2008
STATE OF WASHINGTON

UBI #: _____
Phone #: _____

Pursuant to the provisions of RCW 23B.15.040 of the Washington Business Corporation Act, the undersigned does hereby submit an Amended Certificate of Authority.

1. The name of the corporation, on the records of the Office of the Secretary of State of Washington is: Bell Atlantic Communications, Inc.
2. The name the corporation currently uses in the State of Washington, if different from its real name listed above, is: _____
3. The state or foreign country of incorporation is: Delaware
4. The date the corporation was authorized to transact business in the State of Washington was: 11/20/95

5. Application is being filed for the following reason (Check all applicable items)

The corporation has changed its corporate name to: _____

Name the corporation will hereafter use in the State of Washington is changed to: Verizon Long Distance LLC

(NOTE: If the corporation is required to use a fictitious name in order to transact business in the State of Washington a copy of the resolution of the board of directors, certified by the corporation's secretary, adopting the fictitious name is attached.)

6. Attached is a copy of the document filed in the state or country of Incorporation showing that jurisdiction's "Filed" stamp.
7. This document is hereby executed under penalties of perjury, and is, to the best of my knowledge true and correct.

Dated: Dec 11 2008

X J. Daniel Mason

(Signature of Officer) J. Daniel Mason, Assistant Secretary

010-002 (1/96)

WA916 - 3/9006 CT System Online

Delaware

PAGE 1

The First State

I, HARRIET SMITH WINDSOR, SECRETARY OF STATE OF THE STATE OF DELAWARE DO HEREBY CERTIFY THAT THE ATTACHED IS A TRUE AND CORRECT COPY OF THE CERTIFICATE OF CONVERSION OF A DELAWARE CORPORATION UNDER THE NAME OF "BELL ATLANTIC COMMUNICATIONS, INC." TO A DELAWARE LIMITED LIABILITY COMPANY, CHANGING ITS NAME FROM "BELL ATLANTIC COMMUNICATIONS, INC." TO "VERIZON LONG DISTANCE LLC", FILED IN THIS OFFICE ON THE TWENTY-SIXTH DAY OF NOVEMBER, A.D. 2008, AT 11:31 O'CLOCK A.M.

AND I DO HEREBY FURTHER CERTIFY THAT THE EFFECTIVE DATE OF THE AFORESAID CERTIFICATE OF CONVERSION IS THE FIRST DAY OF DECEMBER, A.D. 2008.



2504193 8100V

081195157

You may verify this certificate online at corp.delaware.gov/outstate.shtml

Harriet Smith Windsor

Harriet Smith Windsor, Secretary of State

AUTHENTICATION: 7024489

DATE: 12-15-08

State of Delaware
Secretary of State
Division of Corporations
Delivered 11:31 AM 11/26/2008
FILED 11:31 AM 11/26/2008
SRV 081147958 - 2906193 FILE

CERTIFICATE OF CONVERSION TO LIMITED LIABILITY COMPANY

OF

BELL ATLANTIC COMMUNICATIONS, INC.

TO

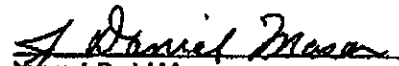
VERIZON LONG DISTANCE LLC

This Certificate of Conversion to Limited Liability Company has been duly executed and is being filed by Bell Atlantic Communications, Inc., a Delaware corporation (the "Corporation"), and J. Daniel Mason, Assistant Secretary of the Corporation and as an authorized person to convert the Corporation to a Delaware limited liability company pursuant to Section 18-214 of the Delaware Limited Liability Company Act.

1. The name of the Corporation is Bell Atlantic Communications, Inc.
2. The date of filing of the original certificate of incorporation of the Corporation with the Secretary of State of the State of Delaware is May 4, 1995.
3. The name of the limited liability company into which the Corporation is being converted is Verizon Long Distance LLC.
4. The conversion of the Corporation into a limited liability company has been approved in accordance with the provisions of Section 266 of the Delaware General Corporation Law.

The conversion of the Corporation to a limited liability company shall become effective as of December 1, 2008.

IN WITNESS WHEREOF, the undersigned has executed this Certificate of Conversion to Limited Liability Company on the ~~26~~ day of November, 2008.


Name: J. Daniel Mason
Title: Assistant Secretary and
Authorized Person

DM_NY #125128 v2



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Corporations Division

Corporations Division - Registration Data Search

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VERIZON LONG DISTANCE LLC

UBI Number	601671889
Category	LLC
Profit/Nonprofit	Profit
Active/Inactive	Active
State Of Incorporation	DE
Date of Incorporation	11/20/1995
Expiration Date	11/30/2009
Dissolution Date	
Registered Agent Information	
Agent Name	C T CORPORATION SYSTEM

Corporations: Registration Detail

1801 WEST BAY DR NW STE
206

Address

City OLYMPIA

State WA

ZIP 98502

Special Address Information

Address

City

State

Zip

Governing Persons

Title	Name	Address
Secretary	MORGAN , JAMES	BASKING RIDGE , NJ
Vice President	MCGEEVER , JOSEPH	PHILADELPHIA , PA
Treasurer	GARRITY , JANET	WILMINGTON , DE
President	WOODBURY , VINCENT	BASKING RIDGE , NJ

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